

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

ACI WORLDWIDE CORP.,

Plaintiff,

v.

KEYBANK NATIONAL ASSOCIATION, et al.

Defendants.

CASE No. 1:17-cv-10662

JUDGE INDIRA TALWANI

**DEFENDANTS' MOTION TO DISMISS  
COUNTS II, III, VI, VII, AND VIII OF  
PLAINTIFF'S SECOND AMENDED  
COMPLAINT**

Pursuant to Fed. R. Civ. P. 12(b)(6), defendants KeyBank National Association (KeyBank) and KeyCorp (collectively, Key), hereby move to dismiss Counts II, III, VI, VII, and VIII of plaintiff ACI Worldwide Corp.'s second amended complaint. The grounds for this motion are contained in the accompanying memorandum in support, which is being filed concurrently with this motion and is incorporated here by reference.

Dated: October 30, 2017

DEFENDANTS  
KEYBANK NATIONAL ASSOCIATION  
and KEYCORP

By their attorneys,

/s/ James A. Slater

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*Attorneys for KeyBank National Association  
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**CERTIFICATE OF COMPLIANCE WITH LOCAL RULE 7.1**

Counsel for defendants hereby certifies that, in accordance with Local Rule 7.1(a)(2), they conferred with counsel for plaintiff by phone on October 30, 2017 in an effort to resolve or narrow the issues raised by this motion, or to obtain the assent of the plaintiff to the dismissal of all or part of the second amended complaint. The parties were unable to resolve or narrow the issues raised by the motion, and the plaintiff did not provide its assent to the motion.

Dated: October 30, 2017

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KEYBANK NATIONAL ASSOCIATION  
and KEYCORP

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**CERTIFICATE OF SERVICE**

A copy of the foregoing was filed electronically and served upon the following parties by electronic mail on this October 30, 2017.

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